

2006 APR -3 A 11: 45

CORPORATE FINANCE

**Tabcorp Holdings Limited** ACN 063 780 709

5 Bowen Crescent Melbourne Australia 3004 GPO Box 1943 Melbourne Australia 3001

Telephone 61 3 9868 2100 Facsimile 61 3 9868 2300

23 March 2006



Securities and Exchange Commission Division of Corporation Finance Mail Stop 3-2 450 Fifth Street, N.W. Washington, D.C. 20549 USA



Re:

Tabcorp Holdings Limited -- Rule 12g3-2(b)

Exemption

File No. 82-3841

Dear Sirs.

The enclosed information is being furnished by Tabcorp Holdings Limited ("Tabcorp") under paragraph (b) (1) (i) of Rule 12g3-2 under the Securities Exchange Act of 1934 (the "Exchange Act"). Tabcorp's file number is indicated in the upper right hand corner of each unbound page and the first page of each bound document furnished herewith. In accordance with paragraphs (b) (4) and (b) (5) of the rule, the documents furnished herewith are being furnished with the understanding that such documents will not be deemed "filed" with the Securities and Exchange Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents shall constitute an admission for any purpose that Tabcorp is subject to the Exchange Act.

If you have any questions with regard to this information, please contact (collect) the undersigned at +61 3 9868 2112.

Yours truly,

Michael Scott

Manager Secretariat and Shareholder Relations

Enc.

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## Appendix 3E% APR -3 A 11:25

# Daily share buy-back notice ATE FINANCE (except minimum holding buy-back and selective buy-back)

Information and documents given to ASX become ASX's property and may be made public. Introduced 1/9/99. Origin: rule 3.6, Appendix 7C. Amended 30/9/2001.

ame of entity		ABN	
abcorp Holdings Limited		66 063 780 709	
Ve (the entity) give ASX the following	g information.		
nformation about buy-back			
Type of buy-back	On-market buy-back within 10/12 limit		
Date Appendix 3C was given to ASX	2 March 2006		
Cotal of all shares bought back seen received, before, and on, p		ch acceptances ha	
_		ch acceptances ha  Previous day	
_	Before previous day	_	

<sup>+</sup> See chapter 19 for defined terms.

		Before previous day	Previous day			
5	If buy-back is an on-market buy-back	highest price paid: \$15.38 date: 17 March 2006	highest price paid: \$15.37			
		lowest price paid: \$15.20 date: 17 March 2006	lowest price paid: \$15.30			
			highest price allowed under rule 7.33: \$16.02			
Participation by directors						
6	Deleted 30/9/2001.					
How many shares may still be bought back?						
7	If the company has disclosed an intention to buy back a maximum number of shares - the remaining number of shares to be bought back	Nil				
Cor	npliance statement					
1.	The company is in compliance with all Corporations Act requirements relevant to this buy-back.					
2.	There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.					
Sign here:( <del>Director/</del> Company s		Date: secretary)	.22 March 2006			
Print 1	•	= == == ==				

Appendix 3E Page 2 30/9/2001

<sup>+</sup> See chapter 19 for defined terms.

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### **Appendix 3F**

Rule 3.8A

OFFICE OF INTERMATIONAL CORPORATE FINANCE (ave

Final share buy-back notice (except minimum holding buy-back)

Introduced 1/9/99. Origin: Appendices 7D and 7E. Amended 30/9/2001.

Information and documents given to ASX become ASX's property and may be made public.

Name	of entity		ABN		
Tabe	corp Holdings Limited		66 063 780 709		
We (	the entity) give ASX the following	information.			
Description of buy-back					
1	Type of buy-back	On-market buy-back within 1	0/12 limit		
Details of all shares bought back					
2	Number of shares bought back	108,072			
3	Total consideration paid or payable for the shares	\$1,656,614.08			
4	If buy-back is an on-market buy-back - highest and lowest price paid	highest price: \$15.38 date: 17 March 2006			
		lowest price: \$15.20 date: 17 March 2006			

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<sup>+</sup> See chapter 19 for defined terms.

#### **Compliance statement**

- 1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.
- 2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:	 	 Date:	22	March	2006	
	 ·					

(Director/Company secretary)

Print name: Kerry Willcock

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<sup>+</sup> See chapter 19 for defined terms.



Tabcorp Holdings Limited ACN 063 780 709

5 Bowen Crescent Melbourne Australia 3004 GPO Box 1943R Melbourne Australia 3001

Telephone 61 3 9868 2100 Facsimile 61 3 9868 2300 Website www.tabcorp.com.au

23 March 2006

To: Australian Stock Exchange

Companies Announcements Platform

20 Bridge Street Sydney NSW 2000

#### **DIVIDEND REINVESTMENT PLAN**

Tabcorp Holdings Limited (*company*) announces that participants in the company's Dividend Reinvestment Plan (*DRP*) will be allocated ordinary shares in the company (*shares*) at a price of \$15.17 per share on the dividend payment date, which is 10 April 2006.

In accordance with Tabcorp's DRP Rules, this price represents the arithmetic average (rounded to the nearest cent) of the daily volume weighted average market price of all company shares sold in the ordinary course of trading on the Australian Stock Exchange Limited automated trading system from 8 March 2006 to 21 March 2006 inclusive, being the ten trading day period starting on (and including) the second business day after the record date in respect of the interim dividend and ending on (and including) the eleventh business day after that record date.

Information relating to the company's DRP is available on Tabcorp's website under the Investor Centre at www.tabcorp.com.au.